

Fill in this information to identify the case:

United States Bankruptcy Court for the:

**Western District of Texas**Case number (if known): \_\_\_\_\_ Chapter **11**☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy****06/22**

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

**1. Debtor's name** **Quantum Materials Corp.****2. All other names debtor used in the last 8 years****QMC****Hague Corp.**Include any assumed names, trade names, and *doing business as names***3. Debtor's federal Employer Identification Number (EIN)****2 0 - 8 1 9 5 5 7 8****4. Debtor's address****Principal place of business****Mailing address, if different from principal place of business****3055 Hunter Rd**

Number Street

**San Marcos, TX 78666-6460**

City State ZIP Code

**Hays**

County

Number Street

City State ZIP Code

**Location of principal assets, if different from principal place of business**

Number Street

City State ZIP Code

**5. Debtor's website (URL)****https://www.quantummaterialscorp.com/****6. Type of debtor**☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: \_\_\_\_\_

Debtor Quantum Materials Corp.

Case number (if known) \_\_\_\_\_

Name

**7. Describe debtor's business**

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.3 3 4 4**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first subbox. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box

Check one:

☐ Chapter 7☐ Chapter 9☒ Chapter 11. Check all that apply:

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No☐ Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**☒ No☐ Yes. Debtor \_\_\_\_\_ Relationship \_\_\_\_\_

List all cases. If more than 1, attach a separate list.

District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY

Case number, if known \_\_\_\_\_

Debtor Quantum Materials Corp.  
Name

Case number (if known) \_\_\_\_\_

**11. Why is the case filed in this district?**

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
What is the hazard?

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other \_\_\_\_\_

**Where is the property?** \_\_\_\_\_

Number Street

City

State

ZIP Code

**Is the property insured?**☐ No

☐ Yes. Insurance agency \_\_\_\_\_  
Contact name \_\_\_\_\_  
Phone \_\_\_\_\_

**Statistical and administrative information****13. Debtor's estimation of available funds?**

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

- ☒ 1-49 ☐ 50-99 ☐ 1,000-5,000 ☐ 5,001-10,000 ☐ 25,001-50,000 ☐ 50,000-100,000
- ☐ 100-199 ☐ 200-999 ☐ 10,001-25,000 ☐ More than 100,000

**15. Estimated assets**

- ☐ \$0-\$50,000 ☐ \$1,000,001-\$10 million ☐ \$500,000,001-\$1 billion
- ☐ \$50,001-\$100,000 ☐ \$10,000,001-\$50 million ☐ \$1,000,000,001-\$10 billion
- ☐ \$100,001-\$500,000 ☐ \$50,000,001-\$100 million ☐ \$10,000,000,001-\$50 billion
- ☒ \$500,001-\$1 million ☐ \$100,000,001-\$500 million ☐ More than \$50 billion

Debtor **Quantum Materials Corp.**  
Name

Case number (if known) \_\_\_\_\_

**16. Estimated liabilities**

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million             | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input checked="" type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million           | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million          | <input type="checkbox"/> More than \$50 billion        |

**Request for Relief, Declaration, and Signatures****WARNING --**

Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **06/25/2024**  
MM/ DD/ YYYY

**X****/s/ Stephen Squires**

Signature of authorized representative of debtor

**Stephen Squires**

Printed name

Title **President****18. Signature of attorney****X****/s/ Ronald Smeberg**

Signature of attorney for debtor

Date **06/25/2024**

MM/ DD/ YYYY

**Ronald Smeberg**

Printed name

**The Smeberg Law Firm**

Firm name

**4 Imperial Oaks**

Number Street

**San Antonio**

City

**TX**

State

**78248-1609**

ZIP Code

**(210) 695-6684**

Contact phone

**ron@smeberg.com**

Email address

**24033967**

Bar number

**TX**

State

Fill in this information to identify the case:

Debtor name Quantum Materials Corp.

United States Bankruptcy Court for the:

Western District of Texas

Case number (if known): \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders****12/15**

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	2524568 Ont 109 Bedford Road Toronto, Ontario M5R 2K5,						\$57,035.61
2	Accretive Capital Precious Curious Leasing Corp 26 Lesmilt Road, Unit 3 Toronto, Ontario M3B 2T5,						\$89,773.00
3	Buccellato, Carl 5377 West Leitner Dr Coral Springs, FL 33067						\$66,997.26
4	Cheryl Scarinci Schloss c/o Hellmick Law Group 40101 Monterey Ave B1, #419 Rancho Mirage, CA 92270			Disputed			\$2,500,000.00
5	Claire Blicher 109 Bedford Road Toronto, Ontario M5R 2K5,						\$231,090.00
6	Columbus Capital Partners 1 Embarcadero Center Suite 1130 San Francisco, CA 94111						\$382,872.00
7	Gorman, Wm Nancy 4701 Bee Cave Rd Suite 202 Austin, TX 78746						\$64,695.89
8	Jayaram, Yelleshpur 5609 S Russell st. Tampa, FL 33611						\$273,874.00

Debtor **Quantum Materials Corp.**

Case number (if known) \_\_\_\_\_

Name

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	John J Murphy 2030 McHugh Ln Pheonixville, PA 19460						\$67,819.17
10	Kobe Partners 101 California St. S. 4100 San Francisco, CA 94111						\$163,145.20
11	Lino D'Uva 550 Oakdale Rd. Toronto Ontario M3N 1W6,						\$51,172.60
12	Lucas Hoppel 6170 Tiki Ct San Diego, CA 92130						\$148,020.82
13	Matthew Ockner 1 Embarcadero Center Suite 1130 San Francisco, CA 94111						\$887,842.51
14	Pasaca Capital 1 800 E Colorado Blvd., Ste 888, Pasadena, CA 91101			Contingent Disputed			\$9,116,959.00
15	Paula Shvili Holdings 650 Briar Hill Avenue, Suite 510 Toronto Ontario M5N 1N3,						\$58,756.16
16	Protek Financial 41A, TOWER 6, PHASE 1, RESIDENCE BEL AIR 28 BEL AIR AVENUE SOUTH ISLAND SOUTH HONG KONG,						\$244,235.94
17	QMVT 1 510 HEARN ST SUITE 200 AUSTIN, TX 78703						\$2,661,918.00
18	Radha Jayaram (QTMM-21) 5609 S Russell st. Tampa, FL 33611						\$103,247.12
19	Scott Lindberg 2703 Snyders Bluff League City, TX 77573						\$321,731.50
20	Truitt, Roy L & Dale D 1233 Spyglass Dr. Austin, TX 78746						\$67,479.45

Fill in this information to identify the case:

Debtor name Quantum Materials Corp.

United States Bankruptcy Court for the:

Western District of Texas

Case number (if known): \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors****12/15**

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *A Summary of Assets and Liabilities for Non-Individuals* (Official Form 206A-Summary)
- ☐ *Amended Schedule* \_\_\_\_\_
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/25/2024  
MM/ DD/ YYYY

**X**/s/ Stephen Squires

Signature of individual signing on behalf of debtor

Stephen Squires

Printed name

President

Position or relationship to debtor

**IN THE UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF TEXAS  
AUSTIN DIVISION**

IN RE: **Quantum Materials Corp.**

CASE NO

CHAPTER 11

**VERIFICATION OF CREDITOR MATRIX**

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date **06/25/2024**

Signature **/s/ Stephen Squires**  
Stephen Squires, President



2524568 Ont  
109 Bedford Road  
Toronto,Ontario M5R 2K5

Accretive Capital  
Precious Curious Leasing Corp  
26 Lesmilt Road, Unit 3  
Toronto,Ontario M3B 2T5

Allbee, Stephen  
56 Cannon Ball ct  
Watersound, FL 32461

Angelique Addeo  
1705 - 170 Avenue Rd  
Toronto,Ontario M3B 2T5

Buccellato, Carl  
5377 West Leitner Dr  
Coral Springs, FL 33067

C. Nicolaou  
8007 Skyline Dr  
Houston, TX 77063

Cheryl Scarinci Schloss  
c/o Hellmick Law Group  
40101 Monterey Ave B1, #419  
Rancho Mirage, CA 92270

Cheryl Scarinci Schloss  
73175 AMBER ST  
Palm Desert, CA 92260

Claire Blicher  
109 Bedford Road  
Toronto,Ontario M5R 2K5

Columbus Capital Partners  
1 Embarcadero Center Suite 1130  
San Francisco, CA 94111

Craig Lindberg  
2703 Snyders Bluff  
League City, TX 77573

Darby, Amina R  
5333 W Leitner Dr  
Coral Springs, FL 33067

Gorman, Wm Nancy  
4701 Bee Cave Rd Suite 202  
Austin, TX 78746

Hays County Assessor  
Collector  
712 S. Stagecoach Trail, Ste 1120  
San Marcos, TX 78666

Howieco International Inc.  
26 Lesmilt Road, Unit 3  
Toronto,Ontario M3B 2T5

INTERNAL REVENUE SERVICE  
Special Procedures - Insolvency  
P.O. BOX 21126  
PHILADELPHIA, PA 19114

Jayaram, Yelleshpur  
5609 S Russell st.  
Tampa, FL 33611

John Hardin  
6721 Darden Place  
Nashville, TN 37205

John J Murphy  
2030 McHugh Ln  
Pheonixville, PA 19460

Kamstech  
26 Lesmilt Road, Unit 3  
Toronto,Ontario M3B 2T5

Karen J. Sloat  
42-600 Caroline Court, Ste 101  
Palm Desert, CA 92211

Kevin Trzcinski  
1601 E Slaughter #174  
Austin, TX 76747

Kobe Partners  
101 California St. S. 4100  
San Francisco, CA 94111

Les Paul  
510 HEARN ST SUITE 200  
AUSTIN, TX 78703

Lino D'Uva  
550 Oakdale Rd.  
Toronto Ontario M3N 1W6

Lucas Hoppel  
6170 Tiki Ct  
San Diego, CA 92130

Mark Jayaram  
5609 S Russell st.  
Tampa, FL 33611

Martin Bernholtz  
26 Lesmilt Road, Unit 3  
Toronto,Ontario M3B 2T5

Martin PC  
26 Lesmilt Road, Unit 3  
Toronto,Ontario M3B 2T5

Matthew Ockner  
1 Embarcadero Center Suite 1130  
San Francisco, CA 94111

Pasaca Capital 1  
800 E Colorado Blvd., Ste 888,  
Pasadena, CA 91101

Paula Shvili Holdings  
650 Briar Hill Avenue, Suite 510  
Toronto Ontario M5N 1N3

Payal Patel  
698 Cherry Grove Rd  
Orange Park, FL 32073

Protek Financial  
41A, TOWER 6, PHASE 1, RESIDENCE BEL  
AIR 28 BEL AIR AVENUE SOUTH  
ISLAND SOUTH HONG KONG

QMVT 1  
510 HEARN ST SUITE 200  
AUSTIN, TX 78703

R Jayaram  
5609 S Russell st.  
Tampa, FL 33611

Radha Jayaram (QTMM-21)  
5609 S Russell st.  
Tampa, FL 33611

Ray Martin  
47736 Avalon Heights Terrance  
Fremont, CA 94539

Richard A. Marshack  
c/o Edward Hays  
870 Roosevelt  
Irvine, CA 92620

RiskGrid  
109 Bedford Road  
Toronto, Ontario M5R 2K5

S Billingsley  
951 Lost Valley Rd  
Dripping Springs, TX 78620

Scott Lindberg  
2703 Snyders Bluff  
League City, TX 77573

SEI Young  
26 Lesmilt Road, Unit 3  
Toronto Ontario M5R 0A4

Sri Peruvemba  
12251 Toluca Dr  
San Ramon, CA 94583

Texas Comptroller  
Attn: Bankruptcy  
Po Box 149359  
Austin, TX 78714-9359

The Smeberg Law Firm  
4 Imperial Oaks  
San Antonio, TX 78248-1609

Truitt, Roy L & Dale D  
1233 Spyglass Dr.  
Austin, TX 78746

Venker, James & Mary  
10004 Thomas Payne Cr.  
Charlotte, NC 28277

Virk, Saadia R  
5333 W Leitner Dr  
Coral Springs, FL 33067

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## **Quantum Materials Corp.**

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### **Corporate Board Resolutions**

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Pursuant to the provisions of the Nevada Revised Statutes Chapter 78 and the Bylaws (the “**Bylaws**”) of Quantum Materials Corp., a Nevada Corporation, (the “**Corporation**”), on this 24<sup>th</sup> Day of June, 2024; the undersigned, being all of the members of the Board of Directors of the Corporation (the “**Board**”), the following was resolved and unanimously approved by the members of the Board pursuant to Section 4.12 of Article IV of the Bylaws (collectively, the “**Resolutions**”):

## ARTICLE I. Recitals

### Commencement of Chapter 11 Bankruptcy Case

Whereas the Board acknowledges that the Corporation likely cannot continue operating without reorganizing its debts in a Chapter 11 bankruptcy;

Whereas the Board desires to authorize the Corporation’s President, Stephen Squires (“**S. Squires**”), to retain all necessary professionals and to execute all documents reasonable and necessary in his business judgment to place the Corporation in a Chapter 11 bankruptcy (the “**Bankruptcy Case**”) with the United States Bankruptcy Court for the Western District of Texas, Austin Division (the “**Bankruptcy Court**”), to fulfill all the Corporation’s obligations under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), to pursue and defend all the Corporation’s interests during and related to the bankruptcy, to obtain plan confirmation, and prosecute litigation on behalf of the Corporation;

Therefore, the Board resolves as follows:

## ARTICLE II. Resolutions

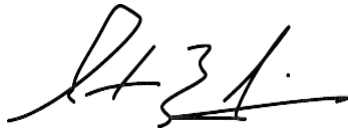
1. The Board resolves that S. Squires may retain all necessary professionals and execute all documents reasonable and necessary in his business judgement to:
  - a. Commence the Bankruptcy Case on behalf of the Corporation with the Bankruptcy Court;
  - b. Fulfill all the Corporation’s obligations in the Bankruptcy Case;
  - c. Pursue and defend all the Corporation’s interests during and related to the Bankruptcy Case;
  - d. Obtain confirmation of a Chapter 11 Plan; and
  - e. Prosecute and defend all litigation on behalf of the Corporation in any jurisdiction including, but not limited to those arising under the Bankruptcy Code.
2. The Board resolves to authorize S. Squires by and behalf of the Corporation to retain the Smeberg Law Firm, PLLC to take all actions in the Chapter 11 bankruptcy it deems reasonable and necessary to protect the Corporation’s interests in accordance with the retainer agreement executed for that purpose and as directed by the Corporation’s President.
3. The Board resolves to authorize S. Squires to retain and employ (i) special litigation counsel as needed in his business judgment; (ii) a financial advisor, CPA, and/or other restructuring professionals as needed in his business judgment; and (iii) other professionals as needed, in addition to the Smeberg Law Firm, PLLC as general bankruptcy counsel in his business judgment (collectively, the “**Restructuring Professionals**”); and in connection with the retention of the Restructuring Professionals, authorizes and directs S. Squires to execute retention agreements, pay retainers, prior to, immediately upon and after the filing of the bankruptcy cases, and to cause to be filed an application for authority to retain the services of the Restructuring Professionals.
4. The Board resolves that S. Squires be, and hereby is, authorized, empowered and directed for and on

behalf of the Corporation, to execute and deliver on behalf of the Corporation such other documents, to take, or cause to be taken, such further action for and on behalf of the Corporation as S. Squires shall deem necessary or appropriate to enable the Corporation to perform its obligations and exercise its rights under Chapter 11 and otherwise to carry out the intent and purpose of the foregoing resolutions and the transactions contemplated thereby.

5. The Board resolves that any and all actions heretofore taken, and any and all things theretofore done, by S. Squires or other representative of the Corporation with due authority, in connection with, or with respect to, the matters referred to in the foregoing resolutions be, and they hereby are, confirmed, ratified and approved as authorized and valid acts taken on behalf of the Companies, as the case may be.
6. The Board resolves that S. Squires has the authority to seek debtor-in-possession financing as needed in his business judgment.
7. The Board resolves that S. Squires is authorized to direct the Restructuring Professionals to draft, file and prosecute a chapter 11 plan as he finds appropriate in his business judgment.

**IN WITNESS WHEREOF**, the Board of Directors of Quantum Materials Corp. have resolved as stated above and have caused their signatures, to be set forth below on this the 24<sup>th</sup> day of June, 2024.

Board of Directors



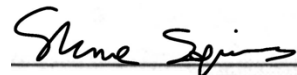
BY: \_\_\_\_\_  
Stephen Squires, *Director*



BY: \_\_\_\_\_  
Ghassan Jabbour, *Director*



BY: \_\_\_\_\_  
David Doderer, *Director*



Shane Squires, *Director*